

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY **RECORDATION NO. 5748** **46** Filed & Recorded

EQUIPMENT TRUST, SERIES D

NOV 1 1974 - 11 05 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of October 1, 1974, to Equipment Trust Agreement, dated as of February 15, 1971 (the "Agreement"), between The Atchison, Topeka and Santa Fe Railway Company (the "Company") and Harris Trust and Savings Bank, as Trustee (the "Trustee"), by which The Atchison, Topeka and Santa Fe Railway Company Equipment Trust, Series D, is created.

1. In accordance with Section 4.6 of the Agreement, the Company hereby states that certain identifying numbers assigned to the railroad equipment included in said Equipment Trust have been changed, as set forth on the Statement of New Identifying Numbers dated October 1, 1974, attached hereto and made a part hereof.

2. The Trustee hereby acknowledges receipt of said Statement.

3. The Company shall cause this Supplement together with said Statement to be filed and recorded with the Interstate Commerce Commission in the manner provided by Section 6.4 of the Agreement.

IN WITNESS WHEREOF, the Company and the Trustee have caused the Supplement to be executed by their respective duly authorized officers and have affixed their duly attested corporate seals, as of the date first above written.

THE ATCHISON, TOPEKA AND SANTA FE
RAILWAY COMPANY

By

Ron Harper
Vice President, Finance

ATTEST:

C. F. Bejineque
Assistant Secretary

HARRIS TRUST AND SAVINGS BANK,
as Trustee

By

J. H. Hargis
Vice President

ATTEST:

P. H. Mason
Assistant Secretary

STATEMENT OF NEW IDENTIFYING NUMBERS
(SERIES D)

<u>Number of Units</u>	<u>Description</u>	<u>Original Numbers</u>	<u>New Numbers</u>
66	50' 70-ton insulated box cars (Pacific Car)	522375	526275
		522376	526270
		522378	526253
		523379	526255
		522383	526237
		522390	526222
		522394	526229
		522399	526247
		522408	526279
		522410	526233
		522411	526239
		522412	526257
		522413	526276
		522425	526271
		522428	526245
		522432	526273
		522437	526240
		522443	526185
		522449	526199
		522450	526243
		522454	526241
		522460	526439
		522464	526186
		522465	526283
		522470	526259
		522472	526288
		522473	526189
		522482	526268
		522484	526282
		522490	526195
		522491	526246
		522493	526440
		522495	526263
		522499	526252
		522500	526225
		525511	526244
		522512	526264
		522514	526190
		522515	526272
		522516	526290
		522527	526438
		522528	526197
		522535	526254
		522536	526262
		522539	526289
		522538	526192
		522540	526265
		522548	526267
		522555	526187

(continued)

<u>Number of Units</u>	<u>Description</u>	<u>Original Numbers</u>	<u>New Numbers</u>
66	50' 70-ton insulated box cars (Pacific Car)	522557	526287
		522562	526236
		522564	526242
		522572	526269
		522578	526223
		522579	526266
		522582	526437
		522583	526249
		522584	526281
		522586	526193
		522590	526280
		522591	526198
		522592	526194
		522593	526238
		522594	526221
		522596	526235
		522599	526248

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

On this 3rd day of October, 1974, before me personally appeared R. W. Harper, to me personally known, who, being by me duly sworn, says that he is Vice President-Finance of THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

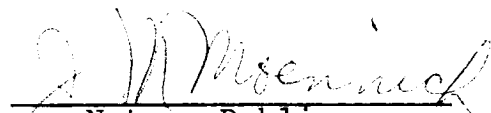

Notary Public

(Notarial Seal)

My Commission Expires MAY 29, 1977

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

On this 8th day of October, 1974, before me personally appeared J. L. SPRENG, to me personally known, who being by me duly sworn, says that he is Vice President of Harris Trust and Savings Bank, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

(Notarial Seal)

My Commission Expires SEPTEMBER 2 1975